

Date: July 05, 2023

To,

**The Manager
Listing Department
The National Stock Exchange of India Limited.
Exchange Plaza, 5th Floor, Plot C/1, Block
Bandra-Kurla Complex, Bandra (E),
Mumbai 400051.**

**NSE Symbol: SPECTRUM (Listed on SME Platform of NSE)
ISIN: INE01EO01010**

Subject: Intimation under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 regarding 1/2023-24 Extra-Ordinary General Meeting to be held on Monday, 31st July, 2023.

This is to inform you that Extra Ordinary General Meeting of Spectrum Electrical Industries Limited ("The Company") is scheduled on Monday the 31st day of July, 2023 at 11.30 a.m. at the office of the Company at Plot No. V-195, MIDC Area, Ajanta Road, Jalgaon, Maharashtra 425003, India.

The Notice has been dispatched to the Shareholders on 05/07/2023, a copy of which is enclosed herewith.

As per Notification issued by the Ministry of Corporate Affairs dated 19th of March, 2015 with reference to Rule 20 (2) of the Companies (Management and Administration) Rules, 2014, Company covered under Chapter XB as per SEBI (ICDR) Regulations, 2009, are exempted from e-voting provisions. The Company is listed on SME platform of NSE limited and hence covered under Chapter XB as per SEBI (ICDR) Regulations, 2009 in the light of above, there is no provision for E-Voting facility for the Shareholders.

You are requested to take the same on records.

Thanking You,

For SPECTRUM ELECTRICAL INDUSTRIES LIMITED

Rahul Vasant Lavane
Digitally signed by
Rahul Vasant Lavane
Date: 2023.07.05
15:37:11 +05'30'

**RAHUL LAVANE
Company Secretary and Compliance Officer
M. No. ACS-57240**

NOTICE OF 1/2023-24 EXTRA-ORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE EXTRA-ORDINARY GENERAL MEETING (“EGM”) OF THE MEMBERS OF SPECTRUM ELECTRICAL INDUSTRIES LIMITED (THE “COMPANY”) WILL BE HELD ON MONDAY THE 31ST DAY OF JULY, 2023 AT 11.30 A.M. AT THE OFFICE OF THE COMPANY AT PLOT NO. V-195, MIDC AREA, AJANTA ROAD, JALGAON, MAHARASHTRA 425003, INDIA TO TRANSACT THE FOLLOWING BUSINESS:

SPECIAL BUSINESS:

1. Reappointment of Mr. Deepak Suresh Chaudhari as Managing Director of the Company.

To consider and, if thought fit, to give assent or dissent to the following resolution as a **Special Resolution**:

“RESOLVED THAT based on the recommendation of the Nomination and Remuneration Committee, Board of Directors, pursuant to the provisions of Sections 196, 196(3), 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and Schedule V thereto and the Rules made thereunder including any amendment(s), statutory modification(s) or re-enactment(s) thereof for the time being in force and the Articles of Association of the Company and subject to such other approvals as may be necessary, the consent of the members of the Company be and is hereby accorded for the re-appointment of Mr. Deepak Suresh Chaudhari (DIN: 00538753) as Managing Director of the Company, for a period of 5 years commencing from 1st July, 2023 to 30th June, 2028 at a remuneration not exceeding Rs.14 Lakhs per month, exclusive of perquisites, as per applicable provisions of the Act read with rules thereof as amended from time to time and that he shall be liable to retire by rotation, on the terms and conditions as contained in the explanatory statement annexed to this notice with liberty and authority to the Board of Directors (including its Nomination and Remuneration Committee thereof) to revise the remuneration every year and/or alter and vary the terms and conditions within the limit permitted and as per the applicable provisions of the Companies Act, 2013”.

“RESOLVED FURTHER THAT where in any financial year during the tenure of the said Managing Director, the Company has no profits or its profit are inadequate, the remuneration as may be approved by the Board of Directors (including its Nomination and Remuneration Committee thereof) of the Company from time to time shall be paid as minimum remuneration.”

“RESOLVED FURTHER THAT the Board of Directors (including its Nomination and Remuneration Committee thereof) be and is hereby authorized to modify the terms and conditions of appointment /remuneration or the scale or any other perquisites payable within the limit permitted as they may deem fit and proper from time to time”.

“RESOLVED FURTHER THAT any one of the Executive Directors of the Company be and is hereby authorized to sign and execute necessary papers and submit the necessary e forms with the Registrar of Companies, Mumbai and to do all such acts, deeds, matters and things including but not limited to filing of requisite application/reports etc. with the Registrar of Companies, Mumbai or with such other Statutory Authorities as may be required to give effect to the said resolution.”

2. Reappointment of Mrs. Bharti Deepak Chaudhari as Whole Time Director of the Company.

To consider and, if thought fit, to give assent or dissent to the following resolution as a **Special Resolution**:

“RESOLVED THAT based on the recommendation of the Nomination and Remuneration Committee, Board of Directors, pursuant to the provisions of Sections 196, 196(3), 197, 198 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and Schedule V thereto and the Rules made thereunder including any amendment(s), statutory modification(s) or re-enactment(s) thereof for the time being in force and the Articles of Association of the Company and subject to such other approvals as may be necessary, the consent of the members of the Company be and is hereby accorded for the re-appointment of Mrs. Bharti Deepak Chaudhari (DIN: 02759526) as Whole-time Director of the Company for a period of 5 years commencing from 1st July, 2023 to 30th June 2028, at a remuneration not exceeding Rs.8 Lakhs per month, exclusive of perquisites, as per applicable provisions of the Act read with rules thereof as amended from time to time, on the terms and conditions as contained in the explanatory statement annexed to this notice with liberty and authority to the Board of Directors (including its Nomination and Remuneration Committee thereof) to revise the remuneration every year and/or alter and vary the terms and conditions within the limit permitted and as per the applicable provisions of the Companies Act, 2013.”.

“RESOLVED FURTHER THAT where in any financial year during the tenure of the said Whole-time Director, the Company has no profits or its profit are inadequate, the remuneration as may be approved by the Board of Directors of the Company from time to time shall be paid as minimum remuneration;

“RESOLVED FURTHER THAT the Board of Directors (including its Nomination and Remuneration Committee thereof) be and is hereby authorized to modify the terms and conditions of appointment/remuneration or the scale or any other perquisites payable within the limit permitted as they may deem fit and proper from time to time”.

“RESOLVED FURTHER THAT any one of the Executive Directors of the Company be and is hereby authorized to sign and execute necessary papers and submit the necessary e forms with the Registrar of Companies, Mumbai and to do all such acts, deeds, matters and things including but not limited to filing of requisite application/reports etc. with the Registrar of Companies, Mumbai or with such other statutory authorities as may be required to give effect to the said resolution.”

3. Reappointment of Mr. Narendra Daulatrao Wagh as a Non-Executive Independent Director of the Company.

To consider and, if thought fit, to give assent or dissent to the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, read with Schedule IV and all other applicable provisions, if any, of the Companies Act, 2013; rules thereof; the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable rules and regulations [including any statutory modification(s), amendment(s) or re-enactment thereof for the time being in force] and the Articles of Association of the Company and based on the recommendation of the Nomination and Remuneration Committee and on the approval of the Board of Directors, the consent of the members of the Company be and is hereby accorded for the reappointment of Mr. Narendra Daulatrao Wagh (DIN: 02430616), in the capacity of Non-executive Independent Director of the Company for the second term of consecutive five years with effect from 2nd May, 2023”.

“RESOLVED FURTHER THAT any one of the Executive Directors of the Company be and is hereby authorized to sign and submit the necessary e-forms and other details with the Ministry of Corporate Affairs or with such other statutory authorities as may be required to give effect to the said resolution.”

“RESOLVED FURTHER THAT the Company Secretary of the Company, be and is hereby authorized to take this agenda to the Shareholders for seeking their approval and to do all such acts, deeds, matters and things as may be considered necessary, desirable, or expedient to give effect to this resolution.”

4. Reappointment of Mr. Sanjay Padmakar Pawde as a Non-Executive Independent Director of the Company.

To consider and, if thought fit, to give assent or dissent to the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, read with Schedule IV and all other applicable provisions, if any, of the Companies Act, 2013; rules thereof; the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable rules and regulations [including any statutory modification(s), amendment(s) or re-enactment thereof for the time being in force] and the Articles of Association of the Company and based on the recommendation of the Nomination and Remuneration Committee and on the approval of the Board of Directors, the consent of the members of the Company be and is hereby accorded for the reappointment of Mr. Sanjay Padmakar Pawde (DIN: 08129564), in the capacity of Non-executive Independent Director of the Company for the second term of consecutive five years with effect from 1st July, 2023.

“RESOLVED FURTHER THAT any one of the Executive Directors of the Company be and is hereby authorized to sign and submit the necessary e-forms and other details with the Ministry of Corporate Affairs or with such other statutory authorities as may be required to give effect to the said resolution.”

“RESOLVED FURTHER THAT the Company Secretary of the Company, be and is hereby authorized to take this agenda to the Shareholders for seeking their approval and to do all such acts, deeds, matters and things as may be considered necessary, desirable, or expedient to give effect to this resolution.”

5. Reappointment of Mr. Saurabh Shrikant Malpani as a Non-Executive Independent Director of the Company.

To consider and, if thought fit, to give assent or dissent to the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, read with Schedule IV and all other applicable provisions, if any, of the Companies Act, 2013; rules thereof; the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable rules and regulations [including any statutory modification(s), amendment(s) or re-enactment thereof for the time being in force] and the Articles of Association of the Company and based on the recommendation of the Nomination and Remuneration Committee and on the approval of the Board of Directors, the consent of the members of the Company be and is hereby accorded for the reappointment of Mr. Saurabh Shrikant Malpani (DIN: 08193734), in the capacity of Non-executive Independent Director of the Company for the second term of consecutive five years with effect from 6th August, 2023”.

“RESOLVED FURTHER THAT any one of the Executive Directors of the Company be and is hereby authorized to sign and submit the necessary e-forms and other details with the Ministry of Corporate Affairs or with such other statutory authorities as may be required to give effect to the said resolution.”

“RESOLVED FURTHER THAT the Company Secretary of the Company, be and is hereby authorized to take this agenda to the Shareholders for seeking their approval and to do all such acts, deeds, matters and things as may be considered necessary, desirable, or expedient to give effect to this resolution.”

***By order of the Board of Directors
For SPECTRUM ELECTRICAL INDUSTRIES LIMITED***

Sd/-

**RAHUL LAVANE
Company Secretary & Compliance Officer
Membership No.:A57240**

Contact Details:

Name: Rahul Lavane
Email: rahul.lavane@spectrum-india.com
Tel.: (0257) 2210192

Place: Jalgaon
Date: 1st July, 2023

NOTES:

1. Statement setting out the material facts concerning the special business pursuant to section 102 (1) of The Companies Act, 2013 is annexed to the notice of the Extra-Ordinary General Meeting of the Company.
2. A member entitled to attend and vote is entitled to appoint a proxy, or, where that is allowed, one or more proxies, to attend and vote instead of himself, and that a proxy need not be a member.

The instrument appointing the Proxy should be deposited at the Office of the Company situated at Plot No. V-195, MIDC Area, Ajanta Road, Jalgaon, Maharashtra 425003, India, not less than 48 hours before the commencement of the meeting. Blank Proxy Form is attached to this Notice.

A person can act as a Proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as Proxy and such person shall not act as a Proxy for any other person or shareholders.

3. Members are requested to notify immediately any change in their E-mail Address and Residential Address to their respective Depository Participant (DP) in respect of their Demat Accounts.
4. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronics form are, therefore requested to submit the PAN (if not already done) to their Depository Participant with whom they are maintaining their Demat Accounts.
5. As per notification issued by the Ministry of Corporate Affairs dated 19th March, 2015, with reference to the Companies (Management and Administration) Rules, 2014, Companies covered under Chapter XB of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulation, 2009 are exempted from e-voting provisions. The Company is listed on SME platform of NSE Limited and hence covered under Chapter XB of SEBI (ICDR) Regulation, 2009, in the light of above, there is no provision for E-voting facility for the Shareholders.
6. Corporate Members are requested to send a duly certified true copy the Board Resolution authorizing their representative to attend and vote at the Extra Ordinary General Meeting.
7. Members are requested to fill attendance slip attached to this notice and handover the same at the entrance of the meeting place.
8. Only registered member of the Company or any proxy appointed by such registered member may attend and vote at the Extra Ordinary General Meeting as provided under the provisions of the Companies Act, 2013.
9. Route Map of Extra Ordinary General Meeting venue is attached to this Notice.

Spectrum Electrical Industries Limited

10. For the convenience of the members and for proper conduct of the Meeting, members are requested to bring their copy/printout of notice and Identity Proof along with the attendance slip to the meeting and hand over the slip at the entrance duly signed by them.

11.Green Initiative - As a responsible corporate citizen, the Company welcomes and supports the 'Green Initiative' initiated by the Ministry of Corporate Affairs, Government of India (MCA), by its recent circulars, enabling electronic delivery of documents including the annual reports, notices, circulars to shareholders at their e-mail address previously registered with the depository participants (DPs)/Company/registrar and share transfer agents. Shareholders who have not registered their e-mail addresses so far are requested to register their e-mail addresses to help us in the endeavor to save trees and protect the planet. Those holding shares in demat form can register their email address with their concerned DP. Those shareholders who hold shares in physical form are requested to register their e-mail addresses with our registrar.

**By order of the Board of Directors
For SPECTRUM ELECTRICAL INDUSTRIES LIMITED**

Sd/-

RAHUL LAVANE
Company Secretary & Compliance Officer
Membership No.:A57240

Contact Details:

Name: Rahul Lavane
Email: rahul.lavane@spectrum-india.com
Tel.: (0257) 2210192

Place: Jalgaon
Date: 1st July, 2023

Explanatory Statement Pursuant to Section 102 and Regulation 36 (5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Item No. 1 & 2 - Reappointment of Mr. Deepak Suresh Chaudhari as a Managing Director and Mrs. Bharti Deepak Chaudhari as Whole Time Director.

Material Facts:

1. Based on the recommendation of Nomination and Remuneration Committee and the Board of Directors, members at Extra-ordinary General meeting held on 30th June, 2018, had approved the appointment of Mr. Deepak Suresh Chaudhari as Managing Director of the Company and Mrs. Bharti Deepak Chaudhari as Whole Time Director of the Company with effective from 1st July. 2018.
2. Based on the recommendation of Nomination and Remuneration Committee and the Board of Directors, members at 13th Annual General meeting held on 29th September, 2021, has approved revision in terms of remuneration of Mr. Deepak Chaudhari and Mrs. Bharti Chaudhari.
3. The Company has not defaulted in payment of dues to any bank or public financial institution or non-convertible debenture holders or other secured creditor, if any.

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company at its meeting held on 1st July, 2023, have proposed to:

1. Reappoint the following Directors pursuant to Sections 196 and 197 of Companies Act, 2013 and other provisions of the Act, as applicable, for the period of 5 years w.e.f. 1st July, 2023:

- i. Mr. Deepak Suresh Chaudhari (DIN: 00538753) as Managing Director
- ii. Mrs. Bharti Deepak Chaudhari (DIN: 02759526) as Whole-time Director

2. approve continuation of appointment of Mr. Deepak Suresh Chaudhari, as Managing Director and Mrs. Bharti Deepak Chaudhari, as Whole Time Director pursuant to section 196 of Companies Act, 2013 and other applicable provision.

3. consider remuneration approved by the Board of Directors from time to time as minimum remuneration, in case of any loss/inadequate profits in any financial year pursuant to sections 197, & 198 read with Schedule V of Companies Act, 2013 and other applicable provision.

4. the Board of Directors (including its Nomination and Remuneration Committee thereof) be and is hereby authorized by the members to modify the terms and conditions of appointment/remuneration or the scale or any other perquisites payable within the limit permitted as they may deem fit and proper from time to time”.

5. The Company has received the Consents from Mr. Deepak Suresh Chaudhari to act as Managing Director and Mrs. Bharti Deepak Chaudhari to act as Whole Time Director of the Company.

Spectrum Electrical Industries Limited

Brief Profile of Directors, name of Companies in which they hold directorships/memberships/ chairmanships of Board Committees and the Disclosures as prescribed in Secretarial Standards - 2 on General Meeting are as follows:

Sr. No.	Particulars	Mr. Deepak Suresh Chaudhari	Mrs. Bharti Deepak Chaudhari
1	Director Identification Number	00538753	02759526
2	Age	50 years	48 years
3	Qualification	Bachelor of Engineering in Electronics & Tele-Communication (BE E&TC)	M.Sc. Biotechnology
4	Experience	Mr. Deepak Chaudhari is a successful business entrepreneur with more than 30 years of experience in the Electrical, Automobile & Irrigation industries. He looks after the day-to-day management of Spectrum Group under the supervision, direction, and control of Board of Directors. He is the guiding force behind the strategic decisions of Spectrum Group and oversees the principal business activities of the group companies including planning & formulating the overall business strategy and developing business relations for group Company. His engineering background combined with his sharp business acumen has been instrumental in the growth of the Company. His passion for manufacture of quality products, has enabled us to gain trust and appreciation of customers for the products.	Mrs. Bharti Chaudhari has an experience more than 15 years in the Electrical, Automobile & Irrigation industries. She participates in strategic decision making and growth plans of the Company and looks after the administrative functions of the Company on regular basis.
5	Remuneration last drawn	Rs. 9.75 Lakhs p.m.	Rs. 4.80 Lakhs p.m.
6	Remuneration to be paid up to	Rs. 14 Lakhs p.m.	Rs. 8 Lakhs p.m.
7	Date of first appointment on Board	12/08/2008	18/02/2014
8	Shareholding in Company	54.55%	4.54%

Spectrum Electrical Industries Limited

9	Relationship with others Director and KMP	Mrs. Bharti Chaudhari – Wife	Mr. Deepak Chaudhari - Husband
10	Other Directorship, Membership/ Chairmanship of Committees of other Boards	<p>1. Directorship in other Companies –</p> <p>i. Spectrum Electrical Life Solutions Pvt. Ltd.</p> <p>ii. Spectrum Fabricators (India) Private Limited</p> <p>iii. Spectrum Mass-Tech Private Limited.</p> <p>2. Membership in the Committees Spectrum Electrical Industries Ltd. -</p> <p>i. Audit Committee.</p> <p>ii. Stakeholder Relationship Committee</p> <p>iii. Corporate Social Responsibility Committee</p> <p>iv. Nomination and Remuneration Committee</p> <p>v. Chairperson of Operational Committee</p>	<p>1. Directorship in other Companies –</p> <p>i. Spectrum Fabricators (India) Private Limited</p> <p>ii. Spectrum Mass-Tech Private Limited</p> <p>2. Membership in the committee of Spectrum Electrical Industries Ltd. -</p> <p>i. Operational Committee</p>

Terms of reappointment of Mr. Deepak Suresh Chaudhari, as Managing Director and Mrs. Bharti Deepak Chaudhari, as Whole Time Director of the Company.

Sr. No.	Mr. Deepak Suresh Chaudhari	Mrs. Bharti Deepak Chaudhari
1	Mr. Deepak Suresh Chaudhari having been reappointed as Managing Director of the Company shall perform the duties required to be performed by him in terms of the Companies Act, 2013 as amended (hereinafter the “Act”) from time to time and SEBI Regulations and all other applicable laws and statutes and shall exercise the powers, which may, from time to time be assigned to or vested in him in accordance with the provisions of the Act and by the Board of Directors of the Company.	Mr. Bharti Deepak Chaudhari having been reappointed as Whole Time Director of the Company shall perform the duties required to be performed by her in terms of the Companies Act, 2013 as amended (hereinafter the “Act”) from time to time and SEBI Regulations and all other applicable laws and statutes and shall exercise the powers, which may, from time to time be assigned to or vested in her in accordance with the provisions of the Act and by the Board of Directors of the Company.
2	The Mr. Deepak Chaudhari shall hold office as Managing Director of the Company, subject to the terms and conditions set forth herein and to compliance with the requirements stipulated by the Act for the term of five years with effect from 1 st July, 2023 to 30 th June, 2028.	The Mrs. Bharti Chaudhari shall hold office as Whole Time Director of the Company, subject to the terms and conditions set forth herein and to compliance with the requirements stipulated by the Act for the term of five years with effect from 1 st July, 2023 to 30 th June, 2028.

Spectrum Electrical Industries Limited

3	The Managing Director shall devote, throughout the said term, attention, and abilities to the business of the Company and shall carry out the directions given, from time to time by the Board of Directors of the Company and he shall in all respects confirm to and comply with the directions and regulations made by such Board and shall well and faithfully serve the Company and use his utmost endeavors to promote the interest of the Company.	The Whole Time Director shall devote, throughout the said term, attention, and abilities to the business of the Company and shall carry out the directions given, from time to time by the Board of Directors of the Company and she shall in all respects confirm to and comply with the directions and regulations made by such Board and shall well and faithfully serve the Company and use her utmost endeavours to promote the interest of the Company.
4	The Managing Director have all the powers and authorities as provided by Board of Directors from time to time, subject to the control and directions of the Board of Directors and except the powers which are required to be exercised by the Board in a Meeting in accordance with the provisions of the Act and the Articles of Association of the Company.	The Whole Time Director have all the powers and authorities as provided by Board of Directors from time to time, subject to the control and directions of the Board of Directors and except the powers which are required to be exercised by the Board in a Meeting in accordance with the provisions of the Act and the Articles of Association of the Company.
5	The Managing Director will have power to sign all contracts, deeds and documents proposes to be executed by the Company, to represent the Company in dealing with others including state and Central Governments and other Government/Semi Government/Local Government and Municipal Authorities/bodies and/or agencies and also to sign all pleadings, applications and other papers required to be filed in any court proceedings by or against the Company.	The Whole Time Director will have power to sign all contracts, deeds and documents proposes to be executed by the Company, to represent the Company in dealing with others including state and Central Governments and other Government/Semi Government/Local Government and Municipal Authorities/ bodies and/or agencies and also to sign all pleadings, applications and other papers required to be filed in any court proceedings by or against the Company.
6	The Managing Director will have power to appoint, confirm, terminate, transfer, promote, the employees of all levels, appoint consultants for facilitating commercial and related activities, for fixed periods and have control and supervision on the assignment allotted to them and to delegate this authority to such other officers of the Company as may be deemed fit by him.	The Whole Time Director will have power to appoint, confirm, terminate, transfer, promote, the employees of all levels, appoint consultants for facilitating commercial and related activities, for fixed periods and have control and supervision on the assignment allotted to them and to delegate this authority to such other officers of the Company as may be deemed fit by her.
7	In the consideration of the service rendered by the Managing Director in terms of the resolution, he shall during the tenure of the appointment be paid as under: i. Salary to be paid up to Rs.14 Lakhs (Rupees Fourteen Lakhs Only) per month.	In the consideration of the service rendered by the Whole Time Director in terms of the resolution, she shall during the tenure of the appointment be paid as under: i. Salary to be paid up to Rs.8 Lakhs (Rupees Eight Lakhs Only) per month.

Spectrum Electrical Industries Limited

Regd. Office : Gat No. 139/1 and 139/2, Umale, Jalgaon, Maharashtra - 425003.

Website : www.spectrum-india.com

Email: - info@spectrum-india.com

Tel.: 0257-2210192

CIN No. L28100MH2008PLC185764

<p>ii. Perquisites as per the Section IV of the Schedule V of the Companies Act, 2013</p> <p>(a) Provident fund and superannuation: Company's contribution towards provident fund & superannuation fund as per rules of the Company, but as per the provisions of the Companies Act, 2013 and Income Tax Act, 1961.</p> <p>(b) Gratuity payable as per the Payment of Gratuity Act, 1972.</p> <p>(c) Encashment of leave.</p> <p>iii. Other perquisites as provided below:</p> <p>(a) Car with driver: The Managing Director will be provided with a car and driver for use on Company's business.</p> <p>(b) The Company shall reimburse actual entertainment and traveling expenses incurred by the Managing Director in connection with the Company's business.</p>	<p>ii. Perquisites as per the Section IV of the Schedule V of the Companies Act, 2013</p> <p>(a) Provident fund and superannuation: Company's contribution towards provident fund & superannuation fund as per rules of the Company, but as per the provisions of the Companies Act, 2013 and Income Tax Act, 1961.</p> <p>(b) Gratuity payable as per the Payment of Gratuity Act, 1972.</p> <p>(c) Encashment of leave.</p> <p>iii. Other perquisites as provided below:</p> <p>(a) Car with driver: The Whole Time Director will be provided with a car and driver for use on Company's business.</p> <p>(b) The Company shall reimburse actual entertainment and traveling expenses incurred by the Whole Time Director in connection with the Company's business.</p>
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The Disclosures as prescribed in Schedule – V of Companies Act, 2013 is as follows:

1. General Information:

1	Nature of industry	The Company is engaged in the business of manufacturing of Electrical & Electronic Products such as; Electrical Wiring Accessories & lighting devices, Switchgear products etc., also manufacturing of Tools, Moulds & Dies, Sheet Metal Fabrication, Irrigation Equipment, Corrugated Boxes, and Surface Treatment services.
2	Date or expected date of commencement of commercial production	Not applicable, Company is in existence and operations since 2008
3	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not applicable
4	Financial performance based on given indicators	As on 31 st March, 2023 Total revenue from Operations - Rs. 25,337.63 Lakhs Profit Before Tax – Rs. 1,166.62 Lakhs Profit After Tax – Rs. 842.07 Lakhs
5	Foreign investments or collaborations, if any.	Not applicable

Spectrum Electrical Industries Limited

2. Information about Managing Director and Whole-time Director

Sr. No.	Particulars	Mr. Deepak Suresh Chaudhari	Mrs. Bharti Deepak Chaudhari
1	Qualification	Mr. Deepak Suresh Chaudhari is a Promoter and Managing Director of our Company. He has done Engineering in Electronics & Tele-Communication (BE E&TC) from Dr. Babasaheb Ambedkar Marathwada University, Aurangabad.	Mrs. Bharti Chaudhari, is the Whole - time Director of our Company belonging to Promoter Group. She has done M.Sc. (Biotechnology) from North Maharashtra University, Jalgaon.
2	Past remuneration Amount (Rs. in Lakhs) - FY 2022-23	Rs. 9.75 Lakhs p.m.	Rs. 4.80 Lakhs p.m.
3	Recognition or awards	He has received i. ' Sakal Excellence Award - 2019 ' from Sakal Media Group for his incomparable contribution to the society and country; ii. ' Milestone Achievement Award ' from Leva Chamber of Commerce Industries & Agriculture for his passion and commitment to achieving excellence in business.	--
4	Job profile and suitability	Mr. Deepak Suresh Chaudhari is a successful business entrepreneur with more than 30 years of experience in the Electrical, Automobile & Irrigation industries. He looks after the day-to-day management of Spectrum Group under the supervision, direction, and control of Board of Directors. He is the guiding force behind the strategic decisions of Spectrum Group and oversees the principal business activities of the group companies including planning & formulating the overall business strategy and developing business relations for group Company. His engineering background combined with his sharp business acumen has	She is designated as Director-Corporate Services. She participates in strategic decision making and growth plans of the Company and looks after the administrative functions of the Company on regular basis.

		been instrumental in the growth of the Company. His passion for manufacture of quality products, has enabled us to gain trust and appreciation of customers for the products.	
5	Remuneration proposed	with effect from 1 st July, 2023, the remuneration shall be paid to the Managing Director up to Rs.14 Lakhs per month exclusive of perquisite as per Companies Act, 2023	with effect from 1 st July, 2023, the remuneration shall be paid to the Whole Time Director up to Rs.8 Lakhs per month exclusive of perquisite as per Companies Act, 2023
6	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person(in case of expatriates the relevant details would be with respect to the country of his origin)	Taking into consideration the qualification, knowledge, experience, and the responsibilities shouldered by the said Directors, remuneration paid to them are commensurate with remuneration of similar senior levels in similar sized domestic companies.	
7	Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any	He is a Promoter of the Company and holds 82,47,600 Equity shares (i. e. 54.55%) of the Company of Rs. 10/- each. He is husband of Mrs. Bharti Deepak Chaudhari, Whole Time Director of the Company	She is belonging to Promoter Group of the Company and holds 6,86,900 Equity shares (i. e. 4.54%) of the Company of Rs. 10/- each. She is wife of Mr. Deepak Suresh Chaudhari, Managing Director of the Company

3. Other information:

Sr. No.	Particulars	Remark
1	Reasons for Loss	Not Applicable
2	Steps taken or proposed to be taken for improvement	Not Applicable
3	Expected increase in productivity and profits in measurable terms	Not Applicable

The resolutions as set out in item nos. 1 to 2 of this Notice are accordingly recommended for your approval by passing of Special Resolution(s).

Nature of concern or interest

Mr. Deepak Chaudhari, and Mrs. Bharti Chaudhari are interested in the above resolution as it concerns their remuneration. None of the other Directors, Key Managerial Personnel of the Company and their relatives are concerned or interested in these resolutions.

Item No. 3 - Reappointment of Mr. Narendra Daulatrao Wagh as a Non-Executive Independent Director of the Company for the second term of consecutive five years.

The Members at the Extra Ordinary General Meeting held on May 30, 2018 appointed Mr. Narendra Wagh as a Non-Executive Independent Director to hold office for a term of 5 years with effect from 2nd May, 2018.

Accordingly, the first tenure of five years of Mr. Narendra Wagh, as a Non-Executive Independent Director has expired.

In terms of provisions of section 178 of the Companies Act, 2013, the Nomination and Remuneration Committee of the Company shall recommend to the Board of the Directors, the re-appointment of Mr. Narendra Daulatrao Wagh as a Non-Executive Independent Director of the Company.

In terms of provisions of section 149(10) of the Companies Act, 2013, an independent director shall hold office for a term up to consecutive five years on the Board of a Company, but shall be eligible for reappointment on passing of a special resolution by the Shareholders of the Company and disclosure of such appointment in the Board's report.

As per the provisions of the Companies Act, 2013 and rules & regulations made there under; the Independent Directors shall be appointed by the Board of Directors of the Company, based on the nomination received from Nomination and Remuneration Committee of the Company, constituted by the Board, in accordance with applicable law and the Independent Director(s) to be so appointed shall be persons of high standing, good repute and widely acknowledged as experts in their respective field, which the Board deems beneficial to the Company.

The Company has received the consent from Mr. Narendra Wagh to act as a Non-Executive Independent Director in the prescribed form DIR-2 under Section 152(5) of the Act and Rule 8 of the Companies (Appointment and Qualifications of Directors) Rules, 2014 along with the declaration on criteria of Independence as per Section 149(6) of the Act.

Brief Profile - Mr. Narendra Daulatrao Wagh is a graduate in Production Engineering from VJTI, Mumbai University & has had training in Strategic Business Leadership at Thunderbird School of Global Management at Arizona - USA & Lean Manufacturing Methodology at Barcelona in Spain. He is a senior management professional with more than four decades of multifaceted experience in managing large sized businesses encompassing multi location, multi plant, multi brands, projects, and services sectors with global footprint as a BU Head/CEO/Director. He holds 0.12% equity shares in our Company.

Spectrum Electrical Industries Limited

After taking into account the performance evaluation, during his first term of five years and considering the knowledge, acumen, expertise and experience in respective fields and the substantial contribution made by Mr. Narendra Wagh during his tenure as a Non-Executive Independent Director since his appointment, the Nomination and Remuneration Committee at its meeting held on 30th June, 2023 has considered, approved, and recommended the re-appointment of Mr. Narendra Wagh as a Non-Executive Independent Directors for the second term of consecutive five years with effect from May 2, 2023, to the Board of Directors for their approval.

The Board of Directors at its meeting held on 1st July, 2023 has approved the proposal for reappointment of Mr. Narendra Wagh as a Non-Executive Independent Director for the second term of consecutive five years with effect from May 2, 2023.

In line with the aforesaid provisions of the Companies Act, 2013 and in view of long, rich experience, continued valuable guidance to the management and strong Board performance of Mr. Narendra Wagh, the Shareholders are requested to approve the reappointment of Mr. Narendra Wagh as a Non-Executive Independent Director of the Company for the second term of consecutive five years with effect from May 2, 2023.

The Board recommends the Resolution for approval of the Members as a Special Resolution as set out in the item no. 3 of the notice.

Except Mr. Narendra Wagh, being the appointee, no other Director or Key Managerial Personnel of the Company or their respective relatives is/are concerned or interested, financially or otherwise, in the said Resolution.

Item No.4 - Reappointment of Mr. Sanjay Padmakar Pawde as a Non-Executive Independent Director of the Company for the second term of consecutive five years.

The Members at the Extra Ordinary General Meeting held on June 30, 2018 appointed Mr. Sanjay Pawde as a Non-Executive Independent Director to hold office for a term of 5 years with effect from 1st July, 2018.

Accordingly, the tenure of Mr. Sanjay Pawde, as a Non-Executive Independent Director has expired on June 30, 2023.

In terms of provisions of section 178 of the Companies Act, 2013, the Nomination and Remuneration Committee of the Company shall recommend to the Board of the Directors, the re-appointment of Mr. Sanjay Padmakar Pawde as a Non-Executive Independent Director of the Company.

In terms of provisions of section 149(10) of the Companies Act, 2013, an independent director shall hold office for a second term up to consecutive five years on the Board of a Company, but shall be eligible for reappointment on passing of a special resolution by the Shareholders of the Company and disclosure of such appointment in the Board's report.

Spectrum Electrical Industries Limited

As per the provisions of the Companies Act, 2013 and rules & regulations made there under; the Independent Directors shall be appointed by the Board of Directors of the Company, based on the nomination received from Nomination and Remuneration Committee of the Company, constituted by the Board, in accordance with applicable law and the Independent Director(s) to be so appointed shall be persons of high standing, good repute and widely acknowledged as experts in their respective field, which the Board deems beneficial to the Company.

The Company has received the consent from Mr. Sanjay Pawde to act as a Non-Executive Independent Director in the prescribed Form DIR-2 under Section 152(5) of the Act and Rule 8 of the Companies (Appointment and Qualifications of Directors) Rules, 2014 along with the declaration on criteria of Independence as per Section 149(6) of the Act.

Brief Profile - Mr. Sanjay Padmakar Pawde is a Bachelor in Instrumentation Engineering from JNEC, Aurangabad. He also holds Post Graduate Diploma in Advanced Computing from C-DAC, Pune. He has been actively associated in the areas of Training, HR, Skill Development, Research, Extension and CSR related activities since last 25 years. He has two books to his credit in the field of Computer Programming. Currently, he is working as Chief Programme Manager at KCEs' College of Engineering, Jalgaon at their Skill Development Centre. He does not hold any equity shares in our Company.

After taking into account the performance evaluation, during his first term of five years and considering the knowledge, acumen, expertise and experience in respective fields and the substantial contribution made by Mr. Sanjay Pawde during his tenure as a Non-Executive Independent Director since his appointment, the Nomination and Remuneration Committee at its meeting held on 30th June, 2023 has considered, approved and recommended the reappointment of Mr. Sanjay Pawde as a Non-Executive Independent Directors for the second term of consecutive five years with effect from 1st July, 2023, to the Board of Directors for their approval.

The Board of Directors at its meeting held on 1st July, 2023 has approved the proposal for reappointment of Mr. Sanjay Pawde as a Non-Executive Independent Director for the second term of consecutive five years with effect from 1st July, 2023.

In line with the aforesaid provisions of the Companies Act, 2013 and in view of long, rich experience, continued valuable guidance to the management and strong Board performance of Mr. Sanjay Pawde, the Shareholders are requested to approve the reappointment of Mr. Sanjay Pawde as a Non-Executive Independent Director of the Company for the second term of consecutive five years with effect from 1st July, 2023.

The Board recommends the Resolution for approval of the Members as a Special Resolution as set out in the item no. 4 of the notice.

Except Mr. Sanjay Pawde, being the appointee, no other Director or Key Managerial Personnel of the Company or their respective relatives is/are concerned or interested, financially or otherwise, in the said Resolution.

Spectrum Electrical Industries Limited

Item No.5 - Reappointment of Mr. Saurabh Shrikant Malpani as a Non-Executive Independent Director of the Company for the second term of consecutive five years.

The Members at the Annual General Meeting held on September 10, 2018 appointed Mr. Saurabh Shrikant Malpani as a Non-Executive Independent Director to hold office for a term of 5 years with effect from 6th August, 2018.

Accordingly, the tenure of Mr. Saurabh Malpani, as an Independent Director is due for expire on August 5, 2023.

In terms of provisions of section 178 of the Companies Act, 2013, the Nomination and Remuneration Committee of the Company shall recommend to the Board of the Directors, the reappointment of a Director.

In terms of provisions of section 149(10) of the Companies Act, 2013, an independent director shall hold office for a second term up to consecutive five years on the Board of a Company, but shall be eligible for reappointment on passing of a special resolution by the Shareholders of the Company and disclosure of such appointment in the Board's report.

As per the provisions of the Companies Act, 2013 and rules & regulations made there under; the Independent Directors shall be appointed by the Board of Directors of the Company, based on the nomination received from Nomination and Remuneration Committee of the Company, constituted by the Board, in accordance with applicable law and the Independent Director(s) to be so appointed shall be persons of high standing, good repute and widely acknowledged as experts in their respective field, which the Board deems beneficial to the Company.

The Company has received the consent from Mr. Saurabh Malpani to act as a Non-Executive Independent Director in the prescribed Form DIR-2 under Section 152(5) of the Act and Rule 8 of the Companies (Appointment and Qualifications of Directors) Rules, 2014 along with the declaration on criteria of Independence as per Section 149(6) of the Act.

Brief Profile - Mr. Saurabh Malpani, is a Chartered Accountant having an experience of 9 years in field of Indirect Taxes (GST, Central Excise, Service Tax and Customs). He is a non-Executive Independent Director in our Company. His knowledge and experience of indirect taxes is expected to benefit us in complying with indirect tax laws applicable to our Company. He does not hold any equity shares in our Company.

After taking into account the performance evaluation, during his first term of five years and considering the knowledge, acumen, expertise and experience in respective fields and the substantial contribution made by Mr. Saurabh Malpani during his tenure as a Non-Executive Independent Director since his appointment, the Nomination and Remuneration Committee at its meeting held on 30th June, 2023 has considered, approved, and recommended the re-appointment of Mr. Saurabh Malpani as a Non-Executive Independent Directors for a second term of consecutive five years with effect from August 6, 2023, to the Board of Directors for their approval.

The Board of Directors at its meeting held on 1st July, 2023 has approved the proposal for reappointment of Mr. Saurabh Malpani as a Non-Executive Independent Director for the second term of five consecutive years with effect from August 6, 2023.

Spectrum Electrical Industries Limited

In line with the aforesaid provisions of the Companies Act, 2013 and in view of long, rich experience, continued valuable guidance to the management and strong Board performance of Mr. Saurabh Malpani, the Shareholders are requested to approve the reappointment of Mr. Saurabh Malpani as a Non-Executive Independent Directors for the second term of consecutive five years with effect from August 6, 2023.

The Board recommends the Resolution for approval of the Members as a Special Resolution as set out in the item no. 5 of the notice.

Except Mr. Saurabh Malpani, being the appointee, no other Director or Key Managerial Personnel of the Company or their respective relatives is/ are concerned or interested, financially or otherwise, in the said Resolution.

***By order of the Board of Directors
For SPECTRUM ELECTRICAL INDUSTRIES LIMITED***

Sd/-

RAHUL LAVANE
Company Secretary & Compliance Officer
Membership No.:A57240

Contact Details:

Name: Rahul Lavane
Email: rahul.lavane@spectrum-india.com
Tel.: (0257) 2210192

Place: Jalgaon
Date: 1st July, 2023

FORM NO. MGT-11

PROXY FORM

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN: **L28100MH2008PLC185764**

Name of the Company: **SPECTRUM ELECTRICAL INDUSTRIES LIMITED**

Venue of the Extra-Ordinary General Meeting: **Plot No. V-195, MIDC Area, Ajanta Road, Jalgaon, Maharashtra 425003, India.**

Name of the Member(s):			
Registered address:			
E-mail:			
Registered Folio No.:			
DP ID:		Client Id:	

I/We, being the member (s) holding shares of the above named company, hereby appoint

1. Name:

Address:

E-mail Id:

Signature:, or failing him

2. Name:

Address:

E-mail Id:

Signature:, or failing him

3. Name:

Address:

E-mail Id:

Signature:

Spectrum Electrical Industries Limited

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extra-Ordinary General Meeting of the Company to be held on **Monday the 31st Day of July, 2023 at 11.30 AM at Plot No. V-195, MIDC Area, Ajanta Road, Jalgaon, Maharashtra 425003, India** and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.

1. **Reappointment of Mr. Deepak Suresh Chaudhari, as Managing Director of the Company.**
2. **Reappointment of Mrs. Bharti Deepak Chaudhari, as Whole Time Director of the Company.**
3. **Reappointment of Mr. Narendra Daulatrao Wagh as a Non-Executive Independent Director for the second term of consecutive five years.**
4. **Reappointment of Mr. Sanjay Padmakar Pawde as a Non-Executive Independent Director for the second term of consecutive five years.**
5. **Reappointment of Mr. Saurabh Shrikant Malpani as a Non-Executive Independent Director for the second term of consecutive five years.**

Affix Revenue
Stamp of
Rs.1/-

Signed this ----- day of -----, 2023

Signature of shareholder

Signature of 1st Proxy holder

Signature of 2nd Proxy holder

Signature of 3rd Proxy holder

Note:

1. The proxy form duly completed and deposited at the Office of the Company at **Plot No. V-195, MIDC Area, Ajanta Road, Jalgaon, Maharashtra 425003, India**, not less than 48 hours before the commencement of the meeting.
2. This form of proxy will be valid only if it is duly completed in all respect, properly stamped, and submitted as per the applicable law. Incomplete form or form which remains unstamped or inadequately stamped or form upon which the stamps have not been cancelled will be treated as invalid.
3. Undated proxy form will not be considered valid.
4. If Company receives multiple proxies for the same holdings of a member, the proxy which is dated last will be considered valid, if they are not dated or bear the same date without specific mention of time, all such multiple proxies will be treated as invalid.

5. Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes. When a member appoints a Proxy and both the member and Proxy attend the meeting, the Proxy will stand automatically be revoked.
6. In case of Joint-holders, the signature of any one holder will be sufficient, but names of all the joint-holders should be stated.
7. This form of proxy shall be signed by the appointer or his attorney duly authorised in writing, or if the appointer is a body corporate, be under its seal or be signed by an officer or an attorney duly authorized by it.
8. A proxy need not be a member of the Company and shall prove his identity at the time of attending the meeting.

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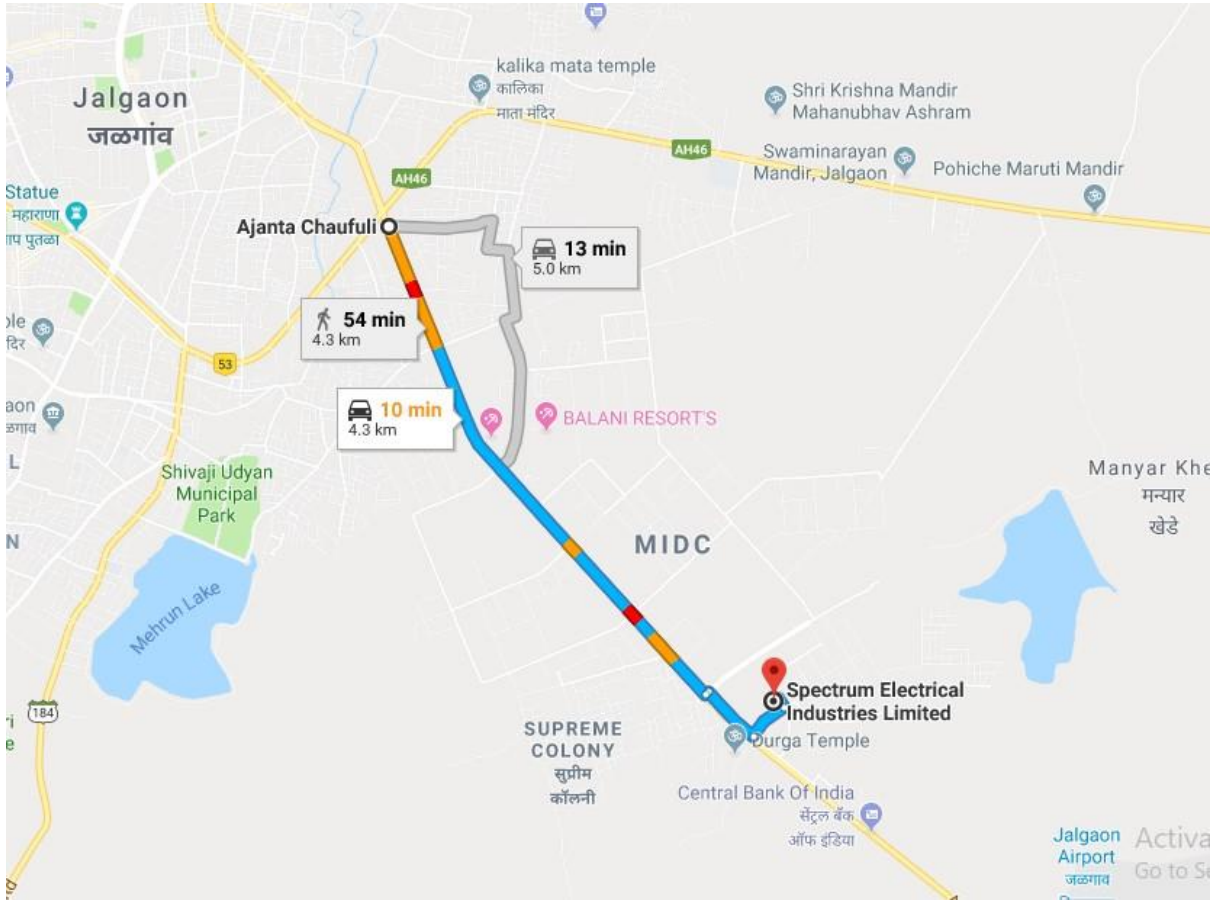
ATTENDANCE SLIP

(Please fill in attendance slip and hand it over at the entrance of the meeting hall)

I hereby record my presence at the 1/2023-24 Extra Ordinary General Meeting of the Company being held on **Monday the 31st day of July, 2023 at 11.30 am** at the Office of the Company at **Plot No. V-195, MIDC Area, Ajanta Road, Jalgaon, Maharashtra 425003, India** and at any adjournment thereof.

DP ID:	
Client ID:	
Registered Folio No.:	
Number of Share held:	
Member/Proxy Name: (Please mentioned in Block Letters)	
Member/Proxy Signature:	

ROUTE MAP OF THE OFFICE OF SPECTRUM ELECTRICAL INDUSTRIES LIMITED
[VENUE OF THE 1/2023-24 EXTRA-ORDINARY GENERAL MEETING]



Spectrum Electrical Industries Limited

Regd. Office : Gat No. 139/1 and 139/2, Umale, Jalgaon, Maharashtra - 425003.
Website : www.spectrum-india.com

Tel.: 0257-2210192

Email: - info@spectrum-india.com

CIN No. L28100MH2008PLC185764